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**UNITED STATES BANKRUPTCY COURT**

**DISTRICT OF NEVADA**

In re

CASH CLOUD, INC.,  
dba COIN CLOUD, INC.

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**DECLARATION OF DANIEL MOSES  
IN SUPPORT OF MOTION FOR  
INTERIM AND FINAL ORDERS:  
(I) AUTHORIZING DEBTOR TO  
OBTAIN POST-PETITION SENIOR  
SECURED, SUPERPRIORITY  
FINANCING; (II) GRANTING LIENS  
AND SUPERPRIORITY CLAIMS;  
(III) MODIFYING THE AUTOMATIC  
STAY; (IV) SCHEDULING FINAL  
HEARING; AND (V) GRANTING  
RELATED RELIEF**

Hearing Date: OST PENDING

Hearing Time: OST PENDING

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1980 Festival Plaza Drive, Suite 700  
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(702) 262-6899  
(702) 597-5503 (fax)

1 I, Daniel Moses, declare under penalty of perjury as follows:

2 1. I am over the age of 18, am mentally competent, have personal knowledge of the facts  
3 in this matter, except where stated as based upon information and belief, and if called upon to testify,  
4 could and would do so.

5 2. I make this Declaration in support of the *Motion for Interim and Final Orders (I)*  
6 *Authorizing Debtor to Obtain Post-Petition Senior Secured, Superpriority Financing; (II) Granting*  
7 *Liens and Superpriority Claims; (III) Modifying the Automatic Stay; (IV) Scheduling Final Hearing;*  
8 *and (V) Granting Related Relief* (the “Motion”)<sup>1</sup> filed by Cash Cloud, Inc. dba Coin Cloud (“Debtor”).

9 3. I am a principal of Province, LLC (“Province”) and Head of Province’s Institutional  
10 Creditor Advisory Business. Our practice focuses on reorganization advisory services for secured  
11 lenders, bondholders and other creditor groups, in or out-of-court solutions, pre-  
12 packaged/prearranged chapter 11 bankruptcies and traditional chapter 11 processes. My team has  
13 been selected to participate in an array of complex chapter 11 cases, restructurings, liquidations,  
14 distressed financial transactions and traditional equity investments.

15 4. I reviewed a list of potential DIP financing candidates that might be appropriate given  
16 the Debtor’s size and industry. I reached out to sixteen (16) potential lenders, all of whom responded,  
17 and seven (7) of whom signed NDAs and received access to the virtual data room.

18 5. Only two (2) parties offered term sheets, the DIP Lender and one other lender. The  
19 Debtor chose the DIP Lender term sheet for a number of reasons, including that it had a better rate, a  
20 similar fee structure, more flexible milestones, and a collateral package and covenants that align with  
21 the Debtor’s business. Further, the DIP Lender has expertise in the cryptocurrency space, which will  
22 facilitate its working together with the Debtor.

23 6. During the process of negotiating the terms of the DIP Facility, the Debtor attempted  
24 to identify other sources of post-petition financing to determine whether it could obtain debtor in  
25 possession financing on better terms. However, given its current financial condition, financing  
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27  
28 <sup>1</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

1 arrangements and capital structure, the Debtor has been unable to obtain financing on more favorable  
2 terms than those provided in the DIP Facility Agreement.

3 I declare, under penalty of perjury of the laws of the United States of America, that the  
4 foregoing statements are true and correct to the best of my knowledge, information and belief.

5 Executed this 8th day of February, 2023.

6  
7 Daniel Moses

8 Daniel Moses  
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